



Entered on Docket
October 07, 2011

A handwritten signature in dark ink, appearing to read "Linda B. Riegle".

Hon. Linda B. Riegle
United States Bankruptcy Judge

LEWIS AND ROCA LLP

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Attorneys for USACM Liquidating Trust

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re:

**USA COMMERCIAL MORTGAGE
COMPANY,**

Debtor.

Case No. BK-S-06-10725-LBR
Chapter 11

**Order Sustaining Second Omnibus
Objection Of USACM Trust To Proofs Of
Claim Based In Part Upon Investment In
The Lake Helen Loan**

Hearing Date: September 30, 2011
Hearing Time: 9:30 a.m.

The Court having considered the "Second Omnibus Objection Of USACM Trust To Proofs Of Claim Based In Whole or In Part Upon Investment In The Lake Helen Loan." (Lake Helen Loan") [DE 8879] (the "Objection"); the Court having heard the Objection on September 30, 2011; appropriate notice of the Objection having been given; no response to the Objection having been filed; the Court noting on the record that the disallowance of the Claims listed on **Exhibit A** does not affect the direct lenders' right to repayment by the borrower or from the collateral securing the Lake Helen Loan; and good cause appearing:

1 **IT IS ORDERED** that:

2 1. The Objection [DE 8879] is sustained; and

3 2. The claims listed on **Exhibit A** attached are disallowed to the extent those
4 claims are based upon an investment in the Lake Helen Loan.

5
6 **PREPARED AND RESPECTFULLY SUBMITTED BY:**

7 **LEWIS AND ROCA LLP**
8

9 By /s/ John Hinderaker (AZ #018024)

10 Robert M. Charles, Jr.

11 John Hinderaker (*pro hac vice*)

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LOCAL RULE 9021 CERTIFICATION

In accordance with LR 9021, counsel submitting this document certifies that the order accurately reflects the court's ruling and that (check one):

- _____ This Court has waived the requirement set forth in LR 9021(b)(1).
- XXX No party appeared at the hearing or filed an objection to the motion.
- _____ I have delivered a copy of this proposed order to all counsel who appeared at the hearing, and any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below [list each party and whether the party has approved, disapproved, or failed to respond to the document]:
- Counsel appearing: _____
- _____ I certify that this is a case under Chapter 7 or 13, that I have served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objected to the form or content of the order

U.S. Trustee: _____	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input checked="" type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document
Other Party: _____	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document

Submitted by:
LEWIS AND ROCA LLP

By: /s/ John Hinderaker. (AZ #018024)
Attorneys for USACM Liquidating Trust

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USACM Trust

Lake Helen Partners Loan

Multiple Loan Claims

Claim	Date Claim was Filed	Name	Address	Total Claim Amount	Total Claim Amount Relating to Lake Helen Partners Loan	Unremitted Principal to be Allowed as Claim Relating to the Lake Helen Partners	Approximate Amount Subject to Objection Because it Relates to an Investment In the Lake Helen Partners Loan
10725-02160	1/12/2007	Ayers, C Donald	3115 W Ravina Ln Phoenix, AZ 85086-1031	130,313.62	40,607.05	-	40,607.05
10725-02061	1/11/2007	Callahan & Maradon Jr Tenents, Valerie & Charles	12585 Creek Crest Dr Reno, NV 89511	589,738.84	40,607.05	98.02	40,509.03
10725-01555	12/6/2006	Castillo, Tito	13390 Parkside Ter Cooper City, FL 33330	423,845.13	114,328.53	-	114,328.53
10725-02113	1/11/2007	Charles B Dunn IV Trust Dtd 8/12/05	C/O Charles B Dunn IV Trustee 17042 Norlene Way Grass Valley, CA 95949-7161	690,996.08	40,607.05	98.02	40,509.03
10725-02190	1/12/2007	Colborn Revocable Living Trust Dtd 8/6/90	Larry E & Loretta A Colborn Ttees 1127 Broken Wagon Trail Dewey, AZ 86327	488,408.12	40,607.05	98.02	40,509.03
10725-00274	9/27/2006	Daniel & Virginia Salerno Family Trust Dtd 8/9/89	Daniel N & Virginia P Salerno Ttees 377 First Green Drive Incline Village, NV 89451	212,026.22	40,509.03	98.02	40,411.01
10726-00067	1/12/2007	Doucet, D. Joseph	Trustee Of Doucet Trust 6124 Greenbrook Drive Reno, NV 89511-8528	502,335.71	Unknown	-	Unknown
10725-02364	1/16/2007	Eric C Disbrow Md Inc Profit Sharing Plan	Eric C Disbrow Ttee 3840 Fairway Dr Cameron Park, CA 95682	895,134.00	40,607.05	98.02	40,509.03
10725-02054	1/11/2007	Lindsey H Kesler Fam Revocable Tr Dtd 10/15/80	Mildred Kesler Ttee 4847 Dannon Cir Salt Lake City, UT 84117	353,992.56	40,607.05	-	40,607.05

EXHIBIT A

2434862.1

USACM Trust**Lake Helen Partners Loan****Multiple Loan Claims**

Claim	Date Claim was Filed	Name	Address	Total Claim Amount	Total Claim Amount Relating to Lake Helen Partners Loan	Unremitted Principal to be Allowed as Claim Relating to the Lake Helen Partners	Approximate Amount Subject to Objection Because it Relates to an Investment In the Lake Helen Partners Loan
10725-01564	12/7/2006	Olds, David M & Sally W H&W As JT	c/o Sally W. Olds 75 W. End Avenue, Apt. C6A New York, NY 10023	180,986.34	54,761.26	98.02	54,663.24
10725-01872	1/8/2007	Suskind, Robert	9900 Wilber May Pkwy #206 Reno, NV 89521	306,214.00	81,214.00	196.06	81,017.94

EXHIBIT A